

# UBP MONEY MARKET FUND & UBAM SICAV (UCITS)

287-289, Route d'Arlon, L-1150 Luxembourg

UBAM : R.C.S. Luxembourg N° B 35 412

UBP MONEY MARKET FUND: R.C.S Luxembourg N° 74 045

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## INFORMATION AND NOTICE TO THE SHAREHOLDERS OF

### UBP MONEY MARKET FUND (USD) UBAM - MONEY MARKET USD

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Luxembourg, 17 April 2024

Dear Shareholders,

The Board of Directors of UBAM and the Board of Directors of UBP MONEY MARKET FUND inform you of the decision taken by circular resolution, i.e.:

The sub-fund UBP MONEY MARKET FUND (USD) (the "Absorbed Sub-fund") will merge with the sub-fund UBAM - MONEY MARKET USD (the "Absorbing Sub-fund"), the latter absorbing the former.

This merger is motivated by the fact that the Absorbing Sub-Fund offers to the Absorbed Sub-Fund's shareholders the same investment approach while allowing them to be part of a sub-fund within the UCITS framework and, consequently, a greater visibility. Both Sub-Funds qualify as Standard Variable Net Asset Value Money Market Funds (hereinafter "MMF") within the meaning of Regulation (EUR) 2017/1131 of the European parliament and of the Council of 14 June 2017 on money market funds (hereinafter "MMFR").

The merger will become effective on 24 May 2024 (the "Effective Date").

The investment policies and objectives of the Absorbing and the Absorbed Sub-Funds are the same and display the exact same characteristics as MMF, namely:

- Their categorisation (both are Standard VNAV MMF)
- The eligible assets they are allowed to invest in as per MMFR
- Their investment restrictions
- Their use of financial derivative instruments (for hedging purpose relating to interest rate or exchange rate risks)
- Their standard investor profile

These similarities are justified by the fact that the Absorbing Sub-Fund was created within UBAM to achieve the abovementioned rationale (i.e: providing the Absorbed Sub-Fund with a wider exposure to money markets by merging in a UCITS sub-Fund).

#### **Key Differences:**

Shareholders of the Absorbed Sub-Fund organized under the form of a SICAV registered under Part II of the amended Luxembourg law of 17 December 2010 subject to the Alternative Investment Fund Directive 2011/61 EC ("AIFMD") will be merged **into a UCITS** Sub-Fund in compliance with the provisions of the amended Luxembourg Law of 17 December 2010 (the "Law") and the UCITS Directive 2009/65 EC relating to undertakings for collective investment in transferable securities (the "UCITS Directive").

Consequently, and while both Sub-Funds are Standard Variable Net Asset Value MMF as defined in the MMFR, the Absorbing Sub-Fund will be subject to investment restrictions in relation with the diversification of risks that are stricter under the UCITS Directive than in the AIFMD. Shareholders of the Absorbed Sub-Fund are invited to acquaint with such Directive for more details in anticipation of the Effective Date.

The management fees and ongoing charges are mentioned in the below table.

The shareholders of the Absorbed Sub-fund will receive shares of the Absorbing Sub-fund of the same Type and having the same characteristics (currency, capitalisation, distribution) as the shares held in the Absorbed Sub-fund, as shown in the below table:

Absorbed Sub-fund				Absorbing Sub-fund			
UBP MONEY MARKET FUND (USD)				UBAM - MONEY MARKET USD			
ISIN	Class	Applicable Management fee	Ongoing charges	ISIN	Class	Applicable Management fee	Ongoing costs (excluding transactions costs)
LU0107157686	AC USD	0.30%	0.45%	LU2661247325	AC USD	0.20%	0.45% (a)
LU0800346107	ZC USD	0.00%	0.15%	LU2661246350	ZC USD	0.00%	0.15% (a)

(a) This share class being presently inactive, this number is an estimate

All of the Absorbed Sub-Fund's assets will be transferred to the Absorbing Sub-Fund on the Effective Date. The contribution of the assets of the Absorbed Sub-fund will be done in compliance with the investment policy of the Absorbing Sub-fund. It is hereby specified that, despite the nature of the Absorbed Sub-Fund's assets coming from an alternative investment fund subject to different investment restrictions than the Absorbing Sub-Fund, which is a UCITS fund, the contribution of the assets of the Absorbed Sub-fund will be done in compliance with the investment policy of the Absorbing Sub-fund.

Consequently, the merger will have no negative impact on the performance and the composition of the Absorbing Sub-fund's portfolio. Also, no rebalancing of the Absorbing Sub-Fund's portfolio will be carried out before or after the Merger.

Absorbed Sub-fund	Absorbing Sub-fund
UBP MONEY MARKET FUND (USD)	UBAM - MONEY MARKET USD
SRI = 1	SRI = 1

The Absorbing Sub-fund and the Absorbed Sub-fund have the same SRI (1).

The shareholders are advised to seek information on the potential impact the planned merger may have on their personal taxation.

The cost of this merger will be borne by UBP Asset Management (Europe) S.A., Luxembourg.

As from the date of this notification and until the carrying out of the merger decision, (i) no shares of the Absorbed Sub-Fund will be issued but (ii) it shall continue to buy back its shares.

Shareholders of both the Absorbed Sub-fund and the Absorbing Sub-fund who do not agree with the merger can ask for the redemption of their shares free of charge until 1pm on 17 May 2024.

Shareholders of the Absorbed Sub-Fund who have not requested the redemption of their shares by 1pm on 17 May 2024 will be allocated corresponding shares of the Absorbing Sub-Fund according to the above table, and will be considered, starting from 24 May 2024, as shareholders of the Absorbing Sub-Fund, with the full rights associated with such status.

The calculation of the exchange ratio will be made on 24 May 2024 by dividing the net asset value (NAV) per share of the Absorbed Sub-fund dated 23 May 2024 by the NAV of the corresponding share class of the Absorbing Sub-fund dated 23 May 2024. The calculation of the exchange ratio will be checked by Deloitte Audit Sarl, the auditors of UBAM and UBP Money Market Fund.

The prospectus as well as the latest periodic reports of the Absorbed Fund and Absorbing Fund will be available free of charge for all investors upon request at their registered office located at 287-289, route d'Arlon, L-1150 Luxembourg, Grand-Duchy of Luxembourg as well as on the website of the Management Company of UBAM and UBP Money Market Fund ([www.ubp.com](http://www.ubp.com)). **The Key Information Documents Packaged Retail Investment and Insurance Products Key Investor Documents (KID PRIIPS) of the Absorbing Sub-Fund\* will also be available, free of charge, on [www.ubp.com](http://www.ubp.com).** Shareholders of the Absorbed Sub-Fund are invited to acquaint with the Absorbing Sub-Fund's KID PRIIPS and pay

**particular attention to the later until 1pm on 17 May 2024 at the latest.** A copy of the auditor's report on the Merger as well as all additional information will be available at the registered office of the Absorbed Fund and Absorbing Fund.

*\*: as the Absorbed Sub-Fund's shares are solely advised on, offered or sold to professional investors, no KID PRIIPS are issued.*

The Board of Directors of UBAM and the Board of Directors of UBP Money Market Fund

*Encl: Absorbing share classes PRIIPS KID*